

FORD MOTOR CO  
Form 5  
February 16, 2016

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box if  
no longer subject  
to Section 16.  
Form 4 or Form  
5 obligations  
may continue.  
See Instruction  
1(b).  
Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL  
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0362  
Expires: January 31,  
2005  
Estimated average  
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response... 1.0

1. Name and Address of Reporting Person \*  
Schoch David L.

(Last) (First) (Middle)

ONE AMERICAN ROAD

(Street)

DEARBORN, MI 48126

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
FORD MOTOR CO [F]

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/2015

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Group Vice President

6. Individual or Joint/Group Reporting

(check applicable line)

\_\_\_\_X\_\_\_\_ Form Filed by One Reporting Person  
\_\_\_\_ Form Filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$0.01 par value	07/08/2015	Â	I4 <sup>(1)</sup>	63,930 <sup>(1)</sup> D	\$ 14.37 <sup>(1)</sup>	63,930 I	By Company Plan <sup>(1)</sup>
Common Stock, \$0.01 par value	Â	Â	Â	Â Â Â	65,264 <sup>(2)</sup>	I	By Company Plan
Common	Â	Â	Â	Â Â Â	145,854	D	Â

Stock,  
\$0.01 par  
value

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 7.55	Â	Â	Â	Â Â Â (3)	03/04/2017	Common Stock, \$0.01 par value	21,344 (3)
Employee Stock Option (Right to Buy)	\$ 6.14	Â	Â	Â	Â Â Â (4)	03/04/2018	Common Stock, \$0.01 par value	28,754 (4)
Employee Stock Option (Right to Buy)	\$ 1.96	Â	Â	Â	Â Â Â (5)	03/10/2019	Common Stock, \$0.01 par value	52,071 (5)
Employee Stock Option (Right to Buy)	\$ 12.69	Â	Â	Â	Â Â Â (6)	03/02/2020	Common Stock, \$0.01 par value	12,393 (6)
Employee Stock Option (Right to Buy)	\$ 14.76	Â	Â	Â	Â Â Â (7)	03/02/2021	Common Stock, \$0.01 par value	9,734 (7)

Buy)

Employee

Stock

Option

\$ 12.46

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(8)

03/04/2022

Common  
Stock,  
\$0.01 par  
value48,894  
(8)(Right to  
Buy)

Employee

Stock

Option

\$ 12.75

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(9)

03/03/2023

Common  
Stock,  
\$0.01 par  
value74,552  
(9)(Right to  
Buy)

Employee

Stock

Option

\$ 15.37

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(10)

03/03/2024

Common  
Stock,  
\$0.01 par  
value69,558  
(10)(Right to  
Buy)

Ford

Stock

Units

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(11)

^ (11)

Common  
Stock,  
\$0.01 par  
value31,191  
(11)

Ford

Stock

Units

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(12)

^ (12)

Common  
Stock,  
\$0.01 par  
value75,487  
(12)

Ford

Stock

Units

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(13)

^ (13)

Common  
Stock,  
\$0.01 par  
value88,235  
(13)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schoch David L. ONE AMERICAN ROAD DEARBORN, MI 48126	^	^	^	Group Vice President ^

## Signatures

Jerome F. Zaremba,  
Attorney-in-Fact

02/12/2016

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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- (1) The reported transaction represents an exchange out of shares, or units representing these shares, that were previously acquired under the Company's Savings and Stock Investment Plan.
- (2) Includes 1,335 shares or equivalent units acquired under Ford's Savings and Stock Investment Plan since the date of the reporting person's last ownership report.
- (3) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/05/2007), 66% after two years, and in full after three years.
- (4) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/05/2008), 66% after two years, and in full after three years.
- (5) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/11/2009), 66% after two years, and in full after three years.
- (6) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/03/2010), 66% after two years, and in full after three years.
- (7) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/03/2011), 66% after two years, and in full after three years.
- (8) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/05/2012), 66% after two years, and in full after three years.
- (9) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/04/2013), 66% after two years, and in full after three years.
- (10) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/04/2014), 66% after two years, and in full after three years.
- (11) These Ford Restricted Stock Units were acquired under the Company's 2008 Long-Term Incentive Plan without payment by me. These Ford Restricted Stock Units will be converted and distributed to me, without payment, in shares of Common Stock to the extent of 33% after one year from the date of grant (03/04/2015), 66% after two years, and in full after three years.
- (12) These Ford Restricted Stock Units were acquired under the Company's 2008 Long-Term Incentive Plan without payment by me. These Ford Restricted Stock Units will be converted and distributed to me, without payment, in shares of Common Stock on March 4, 2017.
- (13) These Ford Restricted Stock Units were acquired under the Company's 2008 Long-Term Incentive Plan without payment by me. These Ford Restricted Stock Units will be converted and distributed to me, without payment, in shares of Common Stock on March 4, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.